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BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 35312

MASSACHUSETTS DEPARTMENT OF TRANSPORTATION
—ACQUISITION EXEMPTION—
CERTAIN ASSETS OF CSX TRANSPORTATION, INC.

NOTICE OF INTENT TO PARTICIPATE AND APPEARANCE OF COUNSEL

The Brotherhood of Railroad Signalmen (“BRS”) and Brotherhood of Maintenance of Way Employees Division/IBT (“BMWED”) hereby give notice of their intent to participate in this Finance Docket and enter the appearance of their counsel: Richard S. Edelman, O’Donnell, Schwartz & Anderson, P.C.

In this proceeding, the Massachusetts Department of Transportation (“MassDOT”) has filed a notice for exemption from STB approval under Section 10901 of its plans to acquire a rail line in Massachusetts from CSX Transportation. But MassDOT also filed a motion to dismiss its own notice of exemption; claiming that the Board actually has no jurisdiction over this line sale, relying on *Maine Department of Transportation—Acquisition Exemption—Maine Central RR Co.*, 8 ICC 2d 835 (1991). In its motion for dismissal, MassDOT proposed a schedule under which discovery would be due by January 11, 2010; comments on the motion to dismiss and any petition to revoke the exemption would be due on January 25, 2010; replies would be due on February 12, 2010 and a decision would be issued by the Board on March 25, 2010. The Board has not yet ruled on the proposed procedural schedule. In publication of a notice concerning the notice of exemption, the Board stated (fn. 5) that a motion to dismiss had been filed and that the motion would be addressed in a subsequent decision, but no such decision has been issued to

date.

BMWED and BRS hereby advise the Board that they intend to participate in these proceedings. There is no time limit for responses to a verified notice of exemption and the Board has not yet responded to the procedural schedule proposed by MassDOT so it is unclear when a response to the motion filed by MassDOT to dismiss its own notice would be due. BRS and BMWED intend to investigate this planned transaction and to initiate discovery within the time frame proposed by MassDOT; and they will respond to the filings in this Finances Docket in accordance with a schedule to be issued by the Board, or in accordance with any other Board Order.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Richard S. Edelman', is written over a horizontal line.

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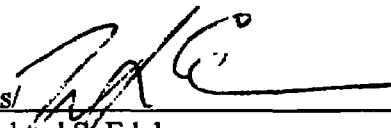
Dated: January 5, 2010

CERTIFICATE OF SERVICE

I hereby certify that I have caused to be served one copies of the foregoing Notice of Intent To Participate and Appearance of Counsel, by First Class Mail, to the offices of the following:

Keith G. O'Brien
Baker & Miller, PLLC
2401 Pennsylvania Avenue, N.W. Suite 300
Washington, DC 20037

Date: January 5, 2010

/s/ 
Richard S. Edelman